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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PREECHA NUNTNARUMIT et al.,

Plaintiffs,,

-v-

LYCEUM PARTNERS LLC et al.,

Defendants.

17-CV-2251 (JMF)

ORDER

JESSE M. FURMAN, United States District Judge:

Plaintiffs Preecha Nuntnarumit, Suphachai Watnasuvisuth, and Jackrit Lohajaroensub bring this action against Defendants Lyceum Partners LLC, Jacob Katsman, and Kramer, Levin, Naftalis & Frankel LLP ("Kramer Levin"), invoking the Court's subject matter jurisdiction on the ground of diversity of citizenship. *See* 28 U.S.C. § 1332. Plaintiffs allege that they are citizens of Thailand. (Docket No. 1 ("Complaint") ¶¶ 14-16). They allege that Defendant Lyceum Partners was formed, organized, exists, and maintains a business address in New York, (Complaint ¶ 17), and that Defendant Jacob Katsman, who exercises "complete and actual dominion" over Lyceum Partners, is a citizen of New York. (Complaint ¶¶ 17-18, 20). They allege that Kramer Levin was formed, organized, exists, and maintains its principal office in New York. (Complaint ¶ 21).

It is well established that a limited liability company ("LLC") and a limited liability partnership ("LLP") are deemed to be citizens of each state of which its members are citizens. *See, e.g.*, *Handelsman v. Bedford Vill. Assocs. L.P.*, 213 F.3d 48, 51-52 (2d Cir. 2000); *Strother v. Harte*, 171 F. Supp. 2d 203, 205 (S.D.N.Y. 2001); *see also Altissima Ltd. v. One Niagara*

LLC, No. 08-CV-756S(M), 2010 WL 3504798, at *2 (W.D.N.Y. Sept. 2, 2010) (noting that every other Court of Appeals to have considered LLC citizenship has held that an LLC has the citizenship of all of its members). Thus, a complaint premised upon diversity of citizenship must allege the citizenship of natural persons who are members of an LLC or LLP and the place of incorporation and principal place of business of any corporate entities that are members of the LLC or LLP (including the citizenship of any members of the LLC or LLP that are themselves LLCs or LLPs). *See Handelsman*, 213 F.3d at 51-52; *see also, e.g., In re Bank of Am. Corp. Sec., Derivatives, and ERISA Litig.*, 757 F. Supp. 2d 260, 334 n.17 (S.D.N.Y. 2010). In the present case, the Complaint fails to allege the citizenship of the members of Lyceum Partners or the partners of Kramer Levin.

Accordingly, it is hereby ORDERED that, on or before **April 14, 2017**, the Plaintiffs shall amend the Complaint to allege the citizenship of each constituent person or entity comprising Lyceum Partners and Kramer Levin. If, by that date, the Plaintiffs are unable to amend the Complaint to truthfully allege complete diversity of citizenship, then the Complaint will be dismissed for lack of subject matter jurisdiction without further notice to either party.

SO ORDERED.

Dated: March 31, 2017
New York, New York

JESSE M. FURMAN
United States District Judge